

National Bank of Commerce

827 Joe Frank Harris Parkway • Cartersville, Georgia 30120

Phone: (770) 382-1495 • Fax: (770) 386-6830

www.nbcbank.com

September 9, 2003

To Whom It May Concern:

RE: Tele Circuit Network Corporation

Tele Circuit Network Corporation has maintained a satisfactory account relationship with National Bank of Commerce since January, 2003.

As of this date, the company's assets maintained at National Bank of Commerce total \$26,925.00. All accounts have been handled as agreed.

Sincerely,

A handwritten signature in cursive script, appearing to read "Joseph L. White".

Joseph L. White
Vice President



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

AUGUST 25, 2003

6308-440-9

TELE CIRCUIT NETWORK CORP.
ASHAR SYED
620 CROSSBRIDGE ALLEY
ALPHARETTA, GA 30022

RE TELE CIRCUIT NETWORK CORPORATION

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND THE AUTHORITY ACKNOWLEDGING REGISTRATION.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN ILLINOIS IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED, AS PROVIDED BY SECTION 1.10 OF THE BUSINESS CORPORATION ACT OF THIS STATE. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

THE CORPORATION MUST FILE AN ANNUAL REPORT AND PAY FRANCHISE TAXES PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 815 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION, CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY YOURS,

JESSE WHITE
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

JW:CD

Sohla A. Khan

Career Objective

A challenging position in customer services and provisioning

Education

Bachelor of Arts, Political Science, June 1999

University of Georgia, Athens, Georgia

Advance diploma in Computer Sciences, July 2000

Professional Experiences

Customer Services, Nov 2001-September 20.2002

Kroger, USA Alpharetta, G,A, 30022

Responsibilities

- Creating and configure customers databases and history using application software. Maintaining and create inner-circle and business files as well working on member's resale And exempt files
- Enter data and build inventory skew numbers on system, also work on merchandise Pickups
- Working on tails to handle cash, deposits, even exchange and refunds staff. Maintain Ledger for monthly range of profits and loss
- Performed cashier function for Treasury Department, handling and maintaining records daily cash on hand. Performed General ledger entry to appropriate accounts.
- Stop-payment and wire transfers,

Membership Services/ Customer Services Jan2002-September 20.2002

BJ'S wholesale Club, USA, Cummings, G,A,

Responsibilities

- Acquired comprehensive product line Knowledge and ability to quickly assess customer needs and develop full services product and service offerings
- Sought new business by calling on potential customers and sending them mass mailings
- Maintained client information system by creating, updating and deleting client's database
- Managed and organized material for various training sessions including materials for trainers
- Prepared and organized office files, documents invoices and kept track of schedule of events

Administrative Assistant, July 1999-Oct 2001

Citibank, Atlanta, Georgia

- Responsible for managing, analyzing, authorizing personal loans, auto loans and credit cards.
- Trained temporary staff and new hire replacements in journal entry, meeting standards for timeliness and accuracy and integrating new employees into the unit and train The sales executives
- Interviewed for possible appointments of executives and customer service representatives Managing staff appointments and terminations
- Authorized personal loans, auto loans and credit cards for members
- Sought new business by calling on potential customers and sending them mass mailings
- Arranged meeting between clients and sales executives
- Offered various deals for potential clients

Technical Skills

Software Installation, Application Software for account management, Application Management, and Data Entry Techniques

Operating Systems: MS Windows {95/98/2000} Dos and {NT, Novell} Database

Software Installation: Data Entry Techniques, and Computer Assembling

Web Tools: Netscape Communicator, Internet explorer, HTML

Office Tools: MS Offices, MS Power point, MS outlook Express, MS FoxPro

Ashar Syed

Career Objective

A challenging position as a Software Manager

Education

Master of Science, Computer Science, April 1998

University of South Alabama, Mobile, Alabama

Master of Science, Computer Science, September 1995

Quaid-e-Azam University, Islamabad, Pakistan

Professional Experience

Technical Manager, July 1998 - Present

America's Tele-Network Corp. Roswell, GA

Responsible for managing, analyzing, designing, implementation, testing and maintaining of GUIs, Telephony, Internet and Database Systems related to telecommunications industry.

Provide application modeling and programming expertise in building software and hardware solutions for maintenance and management of Voice Processing, Customer Service and Billing systems using C++, MFC, Dialogic SDK, Green Leaf, Visual Voice, COM, ActiveX Controls, SQL Sever, Access.

- Providing technical skills of strategic network planning for data transfer between different offices at other locations.
- Supervised and developed file processing and on-line communication system with different long distance carriers like, QWest, Sprint, and MCI World Com.
- Analyzed, designed, implemented and maintaining **Automated Telephone Dialer System** using **Object-Oriented** methodologies, which is being used as the main sales, marketing and advertising tool. Automatically dial customers from lead pool, record voices, process them and response to the customers questions analytically. This **Multithreaded System** is operated on a **Digital Dialogic Card** and implemented using **MFC, C++, Visual Voice, Dialogic SDK and SQL Server**.
- Analyzed and designed **Client-Server Architecture** for customer services named QuickLink. This **Two-Tier** application is being by all customer service representatives to process customer complaints and requests. The presentation tier was modeled using **UML** and its architecture is based on **COM Components** and Object-Oriented technology. It was implemented using **C++, MFC, DLLs, ActiveX Controls**, and numerous other **Third Party Controls**, **SQL Server** is used in Data tier as **RDBMS**
- Analyzed, designed, implemented and maintaining **Voice Verification System**, which automatically plays voices for verification, manage and compressed them for further processing. Also **Voice Playing System**, which can decompress voices in different formats and plays them on demand. These multithreaded systems are operated on analog and digital dialogic cards and implemented using **C++, MFC, Dialogic SDK, Visual Voice, Green Leaf and SQL Server**
- Designed and incorporated new components to Calling Card Processing System, which automatically issues pin number, process calling cards and keep track of timings. This multithreaded system works on digital dialogic card and implemented using **MFC, C++, Visual Voice and SQL Server**.
- Implemented several tasks for automation, these processes automatically communicate to other long distance carriers through **Email and FTP**.

- Analyzed and implemented Payroll System for telemarketers and participated in Billing Systems using **Visual Basic, Access and Crystal Reports**

Software Engineer, September 1993 – August 1995

Carrier Telephone Industries (CTI), Islamabad, Pakistan

- Created plans and written scripts for functional testing and evaluation of new and existing printers and drivers on OS/2, UNIX, Mac, Windows 3.x, 95 and NT.
- Developed encapsulating code to ensure and verify different components of engine code using C/C++
- Analyzed the existing system having Fortran code of about 4MB, and designed new system and implemented a very attractive user interface using Visual Basic and C++
- Designed and implemented the new relational database system using SQL and Access

Technical Skills

Computer Languages C++ (Borland, VC++/MFC), JAVA (JFC), Visual Basic, C (ANSI) , FORTRAN, UNIX and DOS Shell programming

Operating Systems MS Windows (NT/98/3.1), UNIX (Solaris, AIX, Linux), MacOS, OS/2 and DOS

Database Management Tools SQL, Access, Visual Foxpro, SQL Server

Web Tools: CGI, HTML, DHTML, JavaScript, VBScript, ASP, FrontPage

References available on request

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 032260512
CONTROL NUMBER : 0255003
DATE INC/AUTH/FILED: 10/30/2002
JURISDICTION : GEORGIA
PRINT DATE : 08/14/2003
FORM NUMBER : 215

TELE CIRCUIT NETWORK CORP.
ASHAR SYED
620 CROSSBRIDGE ALLEY
ALPHARETTA, GA 30022

CERTIFIED COPY

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

TELE CIRCUIT NETWORK CORPORATION
A DOMESTIC PROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



Cathy Cox
Secretary of State

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 031920100
CONTROL NUMBER: 0255003
EFFECTIVE DATE: 06/30/2003
REFERENCE : 0045
PRINT DATE : 07/30/2003
FORM NUMBER : 111

TELE CIRCUIT NETWORK CORP.
620 CROSSBRIDGE ALLEY
ALPHARETTA, GA 30022

CERTIFICATE OF AMENDMENT

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

TELE CIRCUIT NETWORK CORPORATION
A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the Office of the Secretary of State and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



A handwritten signature in cursive script, appearing to read "Cathy Cox".

Cathy Cox
Secretary of State



Tele Circuit Network Corp.
620 Crossbridge Alley,
Alpharetta, GA, 30022
Ph: 1-877-TELECIR

14-2-1006. Articles of Amendment

1. TELE CIRCUIT NETWORK CORPORATION

2. Article Two:

The corporation shall have authority, acting by its Board of Directors, to issue twenty thousand shares of common stock, with par value of \$ 1.00 per share.

3. None of share issued so not applicable.

4. The date of adoption is 1st August 2003.

5. Amendment adopted by board of directors, i.e. Ashar Syed and Sobia Ashar, and shareholder action is not required as no share ever been issued.

6. No approval from shareholders required

Sobia Ashar-- Treasure
Date: July 28th, 2003

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 0255003
EFFECTIVE DATE: 10/30/2002
COUNTY : GEORGIA
REFERENCE : 0057
PRINT DATE : 11/04/2002
FORM NUMBER : 311

AKHTAR SADIQ
3330 CUMBERLAND BLVD.
SUITE 500
ATLANTA, GA 30339

CERTIFICATE OF INCORPORATION

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

TELE CIRCUIT NETWORK CORPORATION
A DOMESTIC PROFIT CORPORATION

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Cathy Cox

Cathy Cox
Secretary of State

Articles of Incorporation
Of
TELE CIRCUIT NETWORK CORPORATION

Article One

The name of the corporation is
TELE CIRCUIT NETWORK CORPORATION

Article Two

The corporation shall have authority, acting by its Board of Directors, to issue
Seven Million shares of common stock, with par value of \$ 1.00 per share

Article Three

The Corporation is a Corporation for profit, pursuant to the Georgia Business Corporation code, as amended, and is organized for the following purposes:

To carry on a general business in Telecommunication, local, long distance, cellular service, software & hardware and networking solutions. Including other services and retail outlets. Independently; to open retail shops and outlets for the retail sales and distribution of such products and services; to enter into contracts for the import and export of these items and services from and to other countries. Carry out business in state of Georgia and/or other states. To carry on any lawful business not specifically prohibited to corporations under the applicable laws of the state of Georgia or any other state.

Article Four

The corporation shall not commence business until it has received consideration of fixed value, which shall not be less than \$ 500.00, in payment for the issuance of common stock.

Article Five

The holders of shares of common stock of the Corporation shall be entitled as a matter of right to acquire any new or additional shares of capital stock.

Article Six

The initial registered office of the corporation shall be:

620 Crossbridge Alley, Alpharetta, GA. 30022 and the initial
registered agent of the corporation at the said address shall be:

Mr. Ashar M. Syed said registered agent's address is

620 Crossbridge Alley, Alpharetta, GA. 30022

Article Seven

The initial Board of Directors of the Corporation shall consist of following
members whose name and address is as follows

1. Mr. Ashar M. Syed - Chairman & CEO
620 Crossbridge Alley,
Alpharetta, GA. 30022
2. Ms. Sobia Ashar – Treasurer and Secretary
620 Crossbridge Alley,
Alpharetta, GA. 30022

Article Eight

The name and address of the incorporator is:

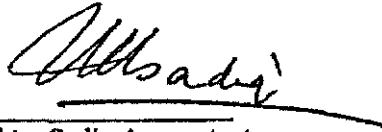
Akhtar Sadiq, Accountant
3330 Cumberland Blvd,
Suite 500,
Atlanta, GA. 30339

In accordance with the applicable provision of the Georgia Business Corporation Code, the corporation shall have the power, acting through its Board of Directors, to make distributions of its assets to its shareholders out of its capital surplus and to acquire its own shares out of its unreserved and unrestricted capital surplus available therefore.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation,

this 30th day of October, 2002.

Respectfully submitted:



Akhtar Sadiq Accountant
Incorporator

SECRETARY OF STATE
2002 OCT 30 P 2:00
CORPORATIONS DIVISION



CATHY COX
Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION
315 West Tower, #2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

Registered agent, officer, entity status information via the Internet
<http://www.sos.state.ga.us/corporations>

WARREN RARY
Director

QUINTILIS B. ROBINSON
Deputy Director

TRANSMITTAL INFORMATION
GEORGIA PROFIT OR NONPROFIT CORPORATIONS

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET #	PENDING #	CONTROL #
DOCKET CODE	DATE FILED	AMOUNT RECEIVED
		CHECK/ RECEIPT #
TYPE CODE	EXAMINER	JURISDICTION (COUNTY) CODE

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. 023010537
Corporate Name Reservation Number

TELE CIRCUIT NETWORK CORPORATION
Corporate Name

2. AKHTAR SADIQ ACCOUNTANT. 770/933-6277
Applicant/Attorney Telephone Number

3330 CUMBERLAND BLVD, SUITE 500.
Address

ATLANTA GA. 30339
City State Zip Code

3. Mail or deliver to the Secretary of State, at the above address, the following:
- 1) This transmittal form
 - 2) Original and one copy of the Articles of Incorporation
 - 3) Filing fee of \$60.00 payable to Secretary of State. Filing fees are NON-refundable.

I certify that a Notice of Incorporation or Notice of Intent to Incorporate with a publication fee of \$40.00 has been or will be mailed or delivered to the official organ of the county where the initial registered office of the corporation is to be located. (The Clerk of Superior Court can advise you of the official organ in a particular county.)

Ullodig
Authorized Signature

Oct 30, 2002
Date

Business entity information via the Internet: <http://www.sos.state.ga.us/corporations/>

FORM 227